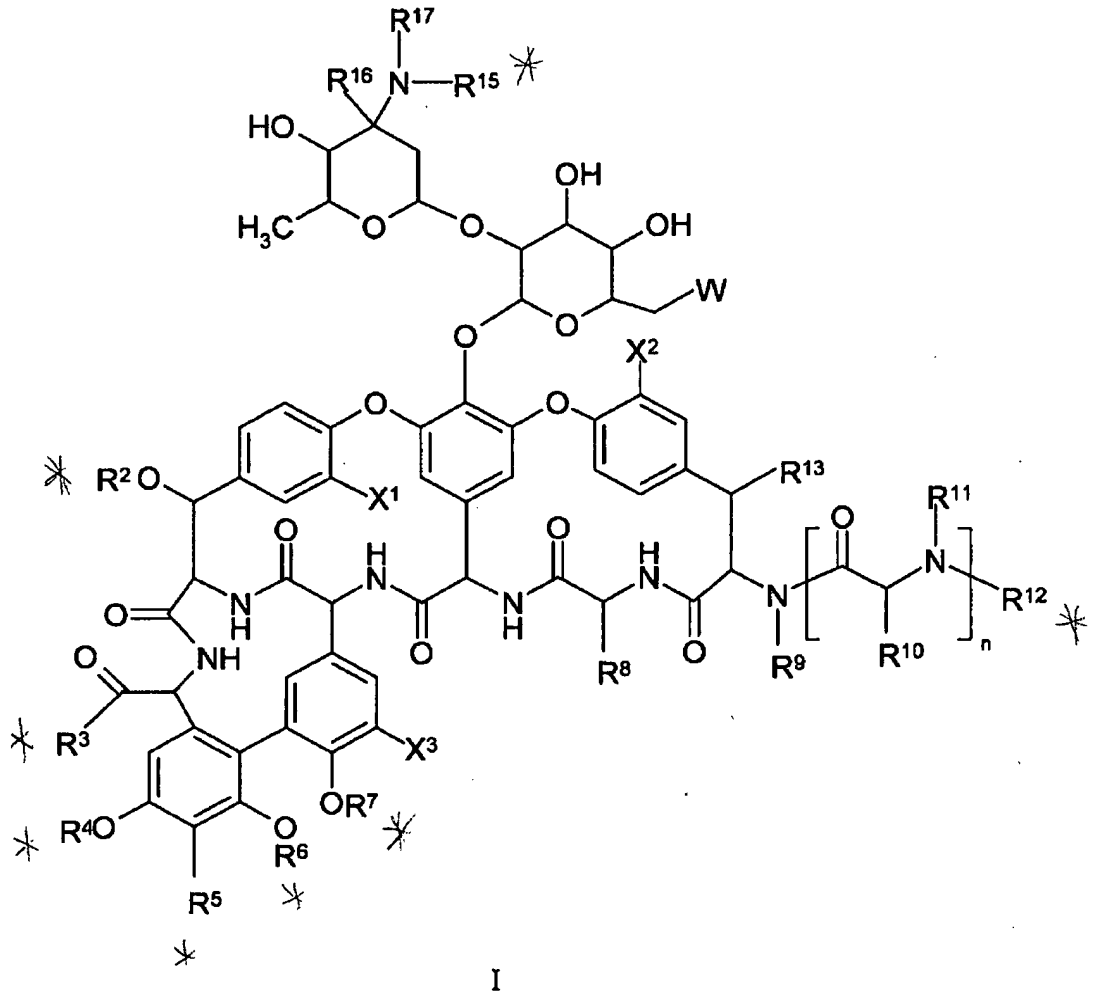
Amendments to the Claims

Please amend the claims as follows:

1. (Currently amended) A compound of formula I:



I

wherein

$R^2$ is hydrogen or a saccharide group optionally substituted with $-R^a-Y-R^b-(Z)_x$;

$R^3$ is $-OR^c$, $-NR^cR^c$, $-O-R^a-Y-R^b-(Z)_x$, $-NR^c-R^a-Y-R^b-(Z)_x$, $-NR^cR^c$, or $-O-R^c$;

$R^4$ is selected from the group consisting of hydrogen, alkyl, substituted alkyl, alkenyl, substituted alkenyl, alkynyl, substituted alkynyl, $-R^a-Y-R^b-(Z)_x$, $-C(O)R^d$ and a saccharide group optionally substituted with $-R^a-Y-R^b-(Z)_x$;

$R^5$ is selected from the group consisting of hydrogen, halo, $-CH(R^c)-NR^cR^c$, $-CH(R^c)-NR^cR^c$ and $-CH(R^c)-NR^c-R^a-Y-R^b-(Z)_x$;

$R^6$ is selected from the group consisting of hydrogen, alkyl, substituted alkyl, alkenyl, substituted alkenyl, alkynyl, substituted alkynyl, $-R^a-Y-R^b-(Z)_x$, $-C(O)R^d$ and a saccharide group optionally substituted with $-NR^c-R^a-Y-R^b-(Z)_x$, or $R^5$ and $R^6$ can be joined, together with the atoms to which they are attached, form a heterocyclic ring optionally substituted with $-NR^c-R^a-Y-R^b-(Z)_x$;

$R^7$ is selected from the group consisting of hydrogen, alkyl, substituted alkyl, alkenyl, substituted alkenyl, alkynyl, substituted alkynyl, $-R^a-Y-R^b-(Z)_x$, and $-C(O)R^d$;

$R^8$ is selected from the group consisting of hydrogen, alkyl, substituted alkyl, alkenyl, substituted alkenyl, alkynyl, substituted alkynyl, cycloalkyl, substituted cycloalkyl, cycloalkenyl, substituted cycloalkenyl, aryl, heteroaryl and heterocyclic;

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$R^9$ is selected from the group consisting of hydrogen, alkyl, substituted alkyl, alkenyl, substituted alkenyl, alkynyl, substituted alkynyl, cycloalkyl, substituted cycloalkyl, cycloalkenyl, substituted cycloalkenyl, aryl, heteroaryl and heterocyclic;

$R^{10}$ is selected from the group consisting of hydrogen, alkyl, substituted alkyl, alkenyl, substituted alkenyl, alkynyl, substituted alkynyl, cycloalkyl, substituted cycloalkyl, cycloalkenyl, substituted cycloalkenyl, aryl, heteroaryl and heterocyclic; or $R^8$ and $R^{10}$ are joined to form $-Ar^1-O-Ar^2-$, where $Ar^1$ and $Ar^2$ are independently arylene or heteroarylene;

$R^{11}$ is selected from the group consisting of hydrogen, alkyl, substituted alkyl, alkenyl, substituted alkenyl, alkynyl, substituted alkynyl, cycloalkyl, substituted cycloalkyl, cycloalkenyl, substituted cycloalkenyl, aryl, heteroaryl and heterocyclic, or $R^{10}$ and $R^{11}$ are joined, together with the carbon and nitrogen atoms to which they are attached, to form a heterocyclic ring;

$R^{12}$ is selected from the group consisting of hydrogen, alkyl, substituted alkyl, alkenyl, substituted alkenyl, alkynyl, substituted alkynyl, cycloalkyl, substituted cycloalkyl, cycloalkenyl, substituted cycloalkenyl, aryl, heteroaryl, heterocyclic, $-C(O)R^d$, $-C(NH)R^d$,

$-C(O)NR^cR^c$, $-C(O)OR^d$, $-C(NH)NR^cR^c$ and $-R^a-Y-R^b-(Z)_x$, or $R^{11}$ and $R^{12}$ are joined, together with the nitrogen atom to which they are attached, to form a heterocyclic ring;

$R^{13}$ is selected from the group consisting of hydrogen or $-OR^{14}$;

$R^{14}$ is selected from hydrogen, $-C(O)R^d$ and a saccharide group;

$R^{15}$ is hydrogen or $-R^a-Y-R^b-(Z)_x$;

$R^{16}$ is hydrogen or methyl;

$R^{17}$ is hydrogen, alkyl or substituted alkyl;

each $R^a$ is independently selected from the group consisting of alkylene, substituted alkylene, alkenylene, substituted alkenylene, alkynylene and substituted alkynylene;

each $R^b$ is independently selected from the group consisting of a covalent bond, alkylene, substituted alkylene, alkenylene, substituted alkenylene, alkynylene and substituted alkynylene, provided $R^b$ is not a covalent bond when Z is hydrogen;

each $R^c$ is independently selected from the group consisting of hydrogen, alkyl, substituted alkyl, alkenyl, substituted alkenyl, alkynyl, substituted alkynyl, cycloalkyl, substituted cycloalkyl, cycloalkenyl, substituted cycloalkenyl, aryl, heteroaryl, heterocyclic and $-C(O)R^d$;

each $R^d$ is independently selected from the group consisting of alkyl, substituted alkyl, alkenyl, substituted alkenyl, alkynyl, substituted alkynyl, cycloalkyl, substituted cycloalkyl, cycloalkenyl, substituted cycloalkenyl, aryl, heteroaryl and heterocyclic;

$R^e$ is a saccharide group;

*W* is selected from the group consisting of ~~$-OR^e$~~, $-SR^c$, $-S-S-R^d$, $-NR^cR^c$, $-S(O)R^d$, $-SO_2R^d$, $-NR^cC(O)R^d$, $-OSO_2R^d$, $-OC(O)R^d$, $-NR^cSO_2R^d$, $-C(O)NR^cR^c$, $-C(O)OR^c$, $-C(NR^c)OR^c$, $-SO_2NR^cR^c$, $-SO_2OR^c$, $-P(O)(OR^c)_2$, $-P(O)(OR^c)NR^cR^c$, $-OP(O)(OR^c)_2$, $-OP(O)(OR^c)NR^cR^c$, $-OC(O)OR^d$, $-NR^cC(O)OR^d$, $-NR^cC(O)NR^cR^c$, $-OC(O)NR^cR^c$, $-NR^cSO_2NR^cR^c$; $-N^+(R^c)=CR^cR^c$, $-N=P(R^d)_3$, $-N^+(R^d)_3$, $-P^+(R^d)_3$, $-C(S)OR^d$, and $-C(S)SR^d$;

$X^1$, $X^2$ and $X^3$ are independently selected from hydrogen or chloro;

each Y is independently selected from the group consisting of oxygen, sulfur, $-S-S-$, $-NR^c-$, $-S(O)-$, $-SO_2-$, $-NR^cC(O)-$, $-OSO_2-$, $-OC(O)-$, $-NR^cSO_2-$, $-C(O)NR^c-$, $-C(O)O-$, $-SO_2NR^c-$, $-SO_2O-$, $-P(O)(OR^c)O-$, $-P(O)(OR^c)NR^c-$, $-OP(O)(OR^c)O-$,

$-OP(O)(OR^e)NR^c-$, $-OC(O)O-$, $-NR^cC(O)O-$, $-NR^cC(O)NR^c-$, $-OC(O)NR^c-$ and $-NR^cSO_2NR^c-$;

each Z is independently selected from hydrogen, aryl, cycloalkyl, cycloalkenyl, heteroaryl and heterocyclic;

*n* is 0, 1 or 2;

*x* is 1 or 2;

and pharmaceutically acceptable salts, stereoisomers and prodrugs thereof;

provided that at least one of $R^{15}$, $R^2$, $R^3$, $R^4$, $R^5$, $R^6$, $R^7$ or $R^{12}$ has a ~~substitutent~~ substituent of the formula $-R^a-Y-R^b-(Z)_x$;

and further provided that:

(i) when Y is $-NR^c-$, $R^c$ is alkyl of 1 to 4 carbon atoms, Z is hydrogen and $R^b$ is alkylene, then $R^b$ contains at least 5 carbon atoms;

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(ii) when Y is $-C(O)NR^c-$, Z is hydrogen and $R^b$ is alkylene, then $R^b$ contains at least 5 carbon atoms;

(iii) when Y is sulfur, Z is hydrogen and $R^b$ is alkylene, then $R^b$ contains at least 7 carbon atoms; and

(iv) when Y is oxygen, Z is hydrogen and $R^b$ is alkylene, then $R^b$ contains at least 11 carbon atoms.

2. (Original) The compound of Claim 1, wherein $R^2$ is hydrogen and $R^{13}$ is -OH.

3. (Original) The compound of Claim 2, wherein $R^4$, $R^6$ and $R^7$ are each hydrogen.

4. (Original) The compound of Claim 3, wherein $R^8$ is $-CH_2C(O)NH_2$.

5. (Original) The compound of Claim 4, wherein $R^9$ is hydrogen; $R^{10}$ is isobutyl; $R^{11}$ is methyl; and $R^{12}$ is hydrogen.

6. (Original) The compound of Claim 5, wherein $R^5$ is hydrogen, $-CH_2-NHR^c$, $-CH_2-NR^cR^e$ and $-CH_2-NH-R^a-Y-R^b-(Z)_x$.

7. (Original) The compound of Claim 6, wherein $R^3$ is $-OR^c$ or $-NR^cR^e$.

8. (Original) The compound of Claim 7, wherein $R^3$ is -OH and $R^5$ is hydrogen.

9. (Original) The compound of Claim 8, wherein $R^{15}$ is $-R^a-Y-R^b-(Z)_x$.

10. (Currently amended) A compound of formula II:

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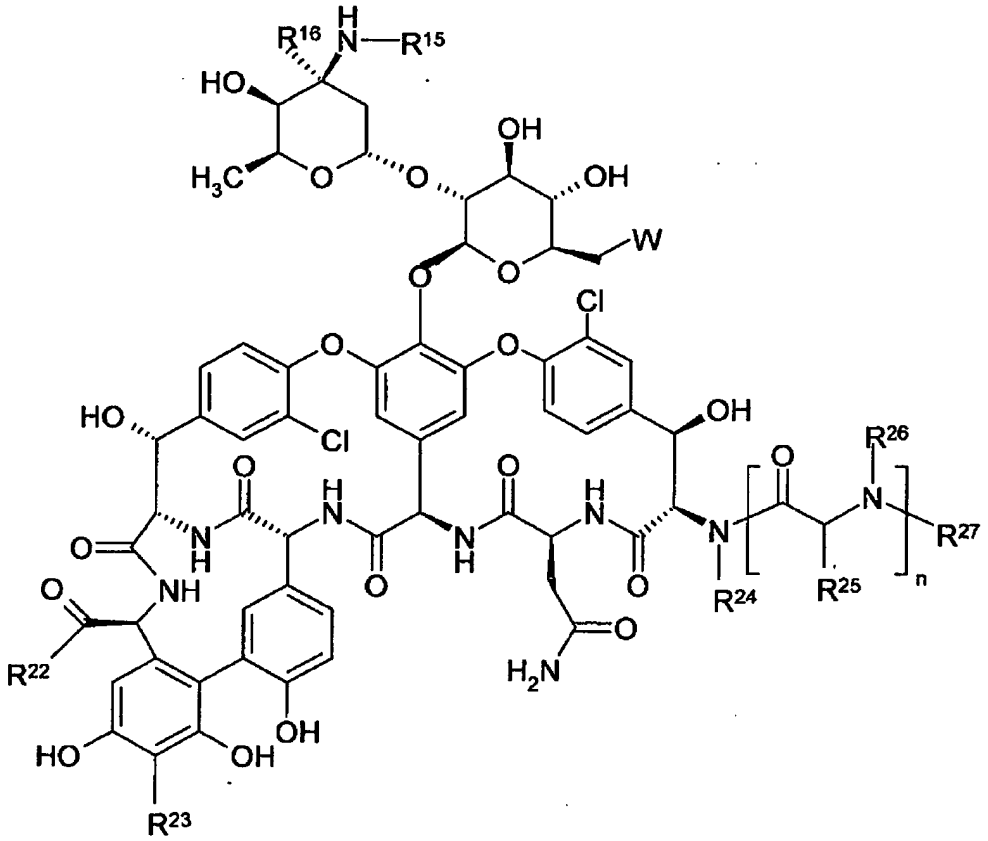

II

wherein

$R^{15}$ is hydrogen or $-R^a-Y-R^b-(Z)_x$;

$R^{16}$ is hydrogen or methyl;

$R^{22}$ is $-OR^c$, $-NR^cR^c$, $-O-R^a-Y-R^b-(Z)_x$ or $-NR^c-R^a-Y-R^b-(Z)_x$;

$R^{23}$ is selected from the group consisting of hydrogen, halo, $-CH(R^c)-NR^cR^c$, $-CH(R^c)-R^e$ and $-CH(R^c)-NR^c-R^a-Y-R^b-(Z)_x$;

$R^{24}$ is selected from the group consisting of hydrogen and lower alkyl;

$R^{25}$ is selected from the group consisting of hydrogen, alkyl, substituted alkyl, alkenyl, substituted alkenyl, alkynyl, substituted alkynyl, cycloalkyl, substituted cycloalkyl, cycloalkenyl, substituted cycloalkenyl, aryl, heteroaryl and heterocyclic;

$R^{26}$ is selected from the group consisting of hydrogen and lower alkyl; or $R^{25}$ and $R^{26}$ are joined, together with the carbon and nitrogen atoms to which they are attached, to form a heterocyclic ring;

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$R^{27}$ is selected from the group consisting of hydrogen, alkyl, substituted alkyl, alkenyl, substituted alkenyl, alkynyl, substituted alkynyl, cycloalkyl, substituted cycloalkyl, cycloalkenyl, substituted cycloalkenyl, aryl, heteroaryl, heterocyclic, $-C(O)R^d$, $-C(NH)R^d$, $-C(O)NR^cR^c$, $-C(O)OR^d$, $-C(NH)NR^cR^c$ and $-R^a-Y-R^b-(Z)_x$, or $R^{26}$ and $R^{27}$ are joined, together with the nitrogen atom to which they are attached, to form a heterocyclic ring;

each $R^a$ is independently selected from the group consisting of alkylene, substituted alkylene, alkenylene, substituted alkenylene, alkynylene and substituted alkynylene;

each $R^b$ is independently selected from the group consisting of a covalent bond, alkylene, substituted alkylene, alkenylene, substituted alkenylene, alkynylene and substituted alkynylene, provided $R^b$ is not a covalent bond when Z is hydrogen;

each $R^c$ is independently selected from the group consisting of hydrogen, alkyl, substituted alkyl, alkenyl, substituted alkenyl, alkynyl, substituted alkynyl, cycloalkyl, substituted cycloalkyl, cycloalkenyl, substituted cycloalkenyl, aryl, heteroaryl, heterocyclic and $-C(O)R^d$;

each $R^d$ is independently selected from the group consisting of alkyl, substituted alkyl, alkenyl, substituted alkenyl, alkynyl, substituted alkynyl, cycloalkyl, substituted cycloalkyl, cycloalkenyl, substituted cycloalkenyl, aryl, heteroaryl and heterocyclic;

$R^e$ is an aminosaccharide group;

*W* is selected from the group consisting of ~~=OR$^c$;~~ -$SR^c$, -S-S-$R^d$, -$NR^cR^c$, -$S(O)R^d$, -$SO_2R^d$, -$NR^cC(O)R^d$, -$OSO_2R^d$, -$OC(O)R^d$, -$NR^cSO_2R^d$, -$C(O)NR^cR^c$, -$C(O)OR^c$, -$C(NR^c)OR^c$, -$SO_2NR^cR^c$, -$SO_2OR^c$, -$P(O)(OR^c)_2$, -$P(O)(OR^c)NR^cR^c$, -$OP(O)(OR^c)_2$, -$OP(O)(OR^c)NR^cR^c$, -$OC(O)OR^d$, -$NR^cC(O)OR^d$, -$NR^cC(O)NR^cR^c$, -$OC(O)NR^cR^c$, -$NR^cSO_2NR^cR^c$; -$N^+(R^c)=CR^cR^c$, -$N=P(R^d)_3$, -$N^+(R^d)_3$, -$P^+(R^d)_3$, -$C(S)OR^d$, and -$C(S)SR^d$;

each Y is independently selected from the group consisting of oxygen, sulfur, -S-S-, -$NR^c$-, -S(O)-, -$SO_2$-, -$NR^cC(O)$-, -$OSO_2$-, -OC(O)-, -$NR^cSO_2$-, -$C(O)NR^c$-, -C(O)O-, -$SO_2NR^c$-, -$SO_2O$-, -$P(O)(OR^c)O$-, -$P(O)(OR^c)NR^c$-, -$OP(O)(OR^c)O$-, -$OP(O)(OR^c)NR^c$-, -OC(O)O-, -$NR^cC(O)O$-, -$NR^cC(O)NR^c$-, -$OC(O)NR^c$- and -$NR^cSO_2NR^c$-;

each *Z* is independently selected from hydrogen, aryl, cycloalkyl, cycloalkenyl, heteroaryl and heterocyclic;

*n* is 0, 1 or 2;

*x* is 1 or 2;

and pharmaceutically acceptable salts, stereoisomers and prodrugs thereof;

provided that at least one of $R^{15}$, $R^{22}$, $R^{23}$ or $R^{27}$ has a ~~substitutent~~ substituent of the formula -$R^a$-Y-$R^b$-$(Z)_x$;

and further provided that:

(i) when Y is -$NR^c$-, $R^c$ is alkyl of 1 to 4 carbon atoms, Z is hydrogen and $R^b$ is alkylene, then $R^b$ contains at least 5 carbon atoms;

(ii) when Y is -$C(O)NR^c$-, Z is hydrogen and $R^b$ is alkylene, then $R^b$ contains at least 5 carbon atoms;

(iii) when Y is sulfur, Z is hydrogen and $R^b$ is alkylene, then $R^b$ contains at least 7 carbon atoms; and

(iv) when Y is oxygen, Z is hydrogen and $R^b$ is alkylene, then $R^b$ contains at least 11 carbon atoms.

11. (Original) The compound of Claim 10, wherein $R^{24}$ is hydrogen; $R^{25}$ is isobutyl; $R^{26}$ is methyl; and $R^{27}$ is hydrogen.

12. (Original) The compound of Claim 11, wherein $R^{22}$ is -OH.

13. (Original) The compound of Claim 12, wherein $R^{23}$ is hydrogen.

14. (Original) The compound of Claim 13, wherein $R^{15}$ is $-R^a-Y-R^b-(Z)_x$.

15. (Original) The compound of Claim 9 or 14, wherein *W* is $-NH_2$.

16. (Original) The compound of Claim 15, wherein the $-R^a-Y-R^b-(Z)_x$ group is selected from the group consisting of:

$-CH_2CH_2-NH-(CH_2)_9CH_3$;

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$-CH_2CH_2CH_2-NH-(CH_2)_8CH_3$;

$-CH_2CH_2CH_2CH_2-NH-(CH_2)_7CH_3$;

$-CH_2CH_2-NHSO_2-(CH_2)_9CH_3$;

$-CH_2CH_2-NHSO_2-(CH_2)_{11}CH_3$;

$-CH_2CH_2-S-(CH_2)_8CH_3$;

$-CH_2CH_2-S-(CH_2)_9CH_3$;

$-CH_2CH_2-S-(CH_2)_{10}CH_3$;

$-CH_2CH_2CH_2-S-(CH_2)_8CH_3$;

$-CH_2CH_2CH_2-S-(CH_2)_9CH_3$;

$-CH_2CH_2CH_2-S-(CH_2)_3-CH=CH-(CH_2)_4CH_3$ (*trans*);

$-CH_2CH_2CH_2CH_2-S-(CH_2)_7CH_3$;

$-CH_2CH_2-S(O)-(CH_2)_9CH_3$;

$-CH_2CH_2-S-(CH_2)_6Ph$;

$-CH_2CH_2-S-(CH_2)_8Ph$;

$-CH_2CH_2CH_2-S-(CH_2)_8Ph$;

$-CH_2CH_2-NH-CH_2$-4-(4-Cl-Ph)-Ph;

$-CH_2CH_2-NH-CH_2$-4-[4-$(CH_3)_2CHCH_2$-]-Ph;

$-CH_2CH_2-NH-CH_2$-4-(4-$CF_3$-Ph)-Ph;

$-CH_2CH_2-S-CH_2$-4-(4-Cl-Ph)-Ph;

$-CH_2CH_2-S(O)-CH_2$-4-(4-Cl-Ph)-Ph;

$-CH_2CH_2CH_2-S-CH_2$-4-(4-Cl-Ph)-Ph;

$-CH_2CH_2CH_2-S(O)-CH_2$-4-(4-Cl-Ph)-Ph;

$-CH_2CH_2CH_2-S-CH_2$-4-[3,4-di-Cl-Ph$CH_2O$-)-Ph;

$-CH_2CH_2-NHSO_2-CH_2$-4-[4-(4-Ph)-Ph]-Ph;

$-CH_2CH_2CH_2-NHSO_2-CH_2$-4-(4-Cl-Ph)-Ph;

$-CH_2CH_2CH_2-NHSO_2-CH_2$-4-(Ph-C≡C-)-Ph;

$-CH_2CH_2CH_2-NHSO_2-$4-(4-Cl-Ph)-Ph; and

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$-CH_2CH_2CH_2-NHSO_2-$4-(naphth-2-yl)-Ph.

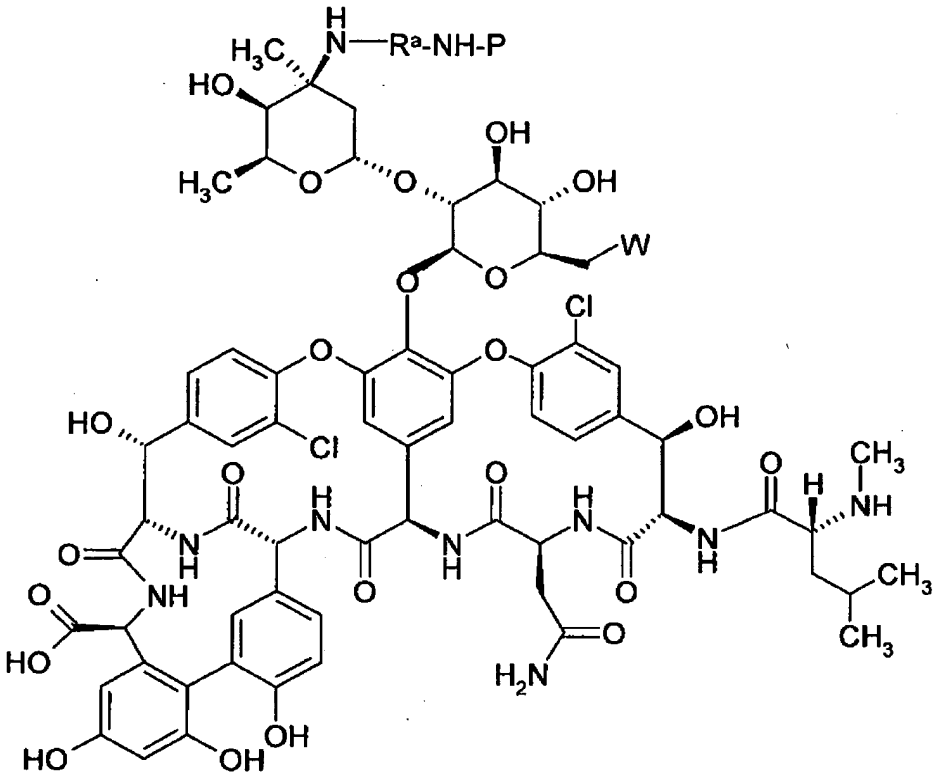
17. (Original) A pharmaceutical composition comprising a pharmaceutically-acceptable carrier and a therapeutically effective amount of a compound of Claim 1 or 10.

18. (Original) The pharmaceutical composition of Claim 17, wherein the composition further comprises a cyclodextrin.

19. (Currently Amended) A method of treating a mammal having a bacterial disease, the method comprising administering to the mammal a ~~pharrmaceutical~~ pharmaceutical composition comprising a pharmaceutically-acceptable carrier and a therapeutically effective amount of a compound of Claim 1 or 10.

20. (Original) A compound as shown in any of Tables I, II, III or IV, or a pharmaceutically-acceptable salts thereof.

21. (Currently amended) A compound of the formula:




wherein

$R^a$ is independently selected from the group consisting of alkylene, substituted alkylene, alkenylene, substituted alkenylene, alkynylene and substituted alkynylene;

each $R^c$ is independently selected from the group consisting of hydrogen, alkyl, substituted alkyl, alkenyl, substituted alkenyl, alkynyl, substituted alkynyl, cycloalkyl, substituted cycloalkyl, cycloalkenyl, substituted cycloalkenyl, aryl, heteroaryl, heterocyclic and $-C(O)R^d$;

each $R^d$ is independently selected from the group consisting of alkyl, substituted alkyl, alkenyl, substituted alkenyl, alkynyl, substituted alkynyl, cycloalkyl, substituted cycloalkyl, cycloalkenyl, substituted cycloalkenyl, aryl, heteroaryl and heterocyclic;

*W* is selected from the group consisting of ~~$-OR^a$~~, $-SR^c$, $-S-S-R^d$, $-NR^cR^e$, $-S(O)R^d$, $-SO_2R^d$, $-NR^cC(O)R^d$, $-OSO_2R^d$, $-OC(O)R^d$, $-NR^cSO_2R^d$, $-C(O)NR^cR^e$, $-C(O)OR^c$,

$-C(NR^c)OR^c$, $-SO_2NR^cR^c$, $-SO_2OR^c$, $-P(O)(OR^c)_2$, $-P(O)(OR^c)NR^cR^c$, $-OP(O)(OR^c)_2$, $-OP(O)(OR^c)NR^cR^c$, $-OC(O)OR^d$, $-NR^cC(O)OR^d$, $-NR^cC(O)NR^cR^c$, $-OC(O)NR^cR^c$, $-NR^cSO_2NR^cR^c$; $-N^+(R^c)=CR^cR^c$, $-N=P(R^d)_3$, $-N^+(R^d)_3$, $-P^+(R^d)_3$, $-C(S)OR^d$, and $-C(S)SR^d$;

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*P* is hydrogen or a protecting group;

and salts thereof.